

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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|---------------------------|---|---|
| In re:                    | ) | Chapter 11                                  |
|                           | ) | Case No. 01-01139 (JKF)                     |
| W.R. GRACE & CO., et al., | ) | (Jointly Administered)                      |
|                           | ) |   |
| Debtors.                  | ) | <b>Objection Deadline: 11/14/2012</b>       |
|                           | ) | <b>Hearing Date: Scheduled if Necessary</b> |

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**COVER SHEET  
ONE HUNDREDTH MONTHLY INTERIM APPLICATION  
OF PHILLIPS, GOLDMAN & SPENCE, P.A. AS LOCAL COUNSEL TO  
DAVID T. AUSTERN, PI FUTURE CLAIMANTS' REPRESENTATIVE FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE  
PERIOD OF SEPTEMBER 1, 2012 TO SEPTEMBER 30, 2012**

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| Name of Applicant:   | Phillips, Goldman & Spence, P.A. ("PG&S")  |
| Authorized to Provide Professional Services to:<br>Representative            | David T. Austern, PI Future Claimants'<br>(the "FCR")  |
| Date of Retention  | PG&S Retention Order entered September 27, 2004  |
| Period for which Compensation is Sought:                                     | September 1, 2012 through September 30, 2012   |
| Amount of Compensation (100%) sought as actual, reasonable, and necessary:   | \$2,032.50   |
| 80% of Fees to be Paid:  | \$1,626.00   |
| Amount of Expense Reimbursement sought as actual, reasonable, and necessary: | \$5.40   |
| Total Fees @ 80% and Expenses:   | \$1,631.40   |
| This is an:  | <input checked="" type="checkbox"/> interim <input checked="" type="checkbox"/> monthly <input type="checkbox"/> final application |

The total time expended for fee application preparation during this time period was 2.6 hours and the corresponding fees were \$653.00. The time spent for this matter will be requested in subsequent monthly interim applications.

### PREVIOUS APPLICATIONS

| Fee Application Filing Date, Docket No.   | Total Fees Requested | Total Expenses Requested | CNO Filing Date, Docket No.    | 80% of Fees Paid or To be Paid | Amount of Holdback Fees | Amount Paid |
|---|----------------------|--------------------------|--------------------------------|--------------------------------|-------------------------|-------------|
| 1 <sup>st</sup> Monthly Application<br>5.24.04-6.30.04<br>Filed 10.6.04<br>Dkt. No. 6549        | \$5,034.50           | \$0.00                   | Filed 10.27.04<br>Dkt No. 6751 | \$4,027.60                     | \$1,006.90              | \$4,027.60  |
| 1 <sup>st</sup> Quarterly Fee Application<br>5.24.04-6.30.04<br>Filed 10.27.04<br>Dkt. No. 6752 | \$5,034.50           | \$0.00                   | Filed 11.19.04<br>Dkt No. 6696 | N/A                            | \$1,006.90              | 1,006.90    |
| 2 <sup>nd</sup> Monthly Application<br>7.1.04-7.31.04<br>Filed 10.6.04<br>Dkt. No. 6550         | \$2,619.00           | \$852.87                 | Filed 11.11.04<br>Dkt No. 6883 | \$2,095.20                     | \$523.80                | \$2,948.07  |
| 3 <sup>rd</sup> Monthly Application<br>8.1.04-8.31.04<br>Filed 10.8.04<br>Dkt. 6569             | \$3,110.00           | \$450.36                 | Filed 11.11.04<br>Dkt No. 6884 | \$2,488.00                     | \$622.00                | \$2,938.36  |
| 4 <sup>th</sup> Monthly Application<br>9.1.04-9.30.04<br>Filed 10.28.04<br>Dkt. No. 6783        | \$5,034.50           | \$419.64                 | Filed 11.19.04<br>Dkt No. 6997 | \$4,107.20                     | \$1,026.80              | \$4,526.84  |
| 2nd Quarterly Fee Application<br>7.1.04-9.30.04<br>Filed 11.16.04<br>Dkt. No. 6940              | \$10,863.00          | \$1,722.87               | Filed 3.9.05<br>Dkt No. 7997   | N/A                            | \$2,187.60              | \$2,187.60  |
| 5 <sup>th</sup> Monthly Application<br>10.1.04-10.31.02<br>Filed 11..04<br>Dkt. No. 7041        | \$6,273.00           | \$582.11                 | Filed 12.21.04<br>Dkt No. 7278 | \$5,018.40                     | \$1,254.60              | \$5,600.51  |
| 6 <sup>th</sup> Monthly Application<br>11.1.04-11.30.04<br>Filed 12.28.04<br>Dkt. No. 7370      | \$7,128.00           | \$249.55                 | Filed 1.28.05<br>Dkt No. 7643  | \$5,702.40                     | \$1,425.60              | \$5,951.95  |
| 7 <sup>th</sup> Monthly Application<br>12.1.04-12.31.04<br>Filed 1.28.05<br>Dkt No. 7644        | \$7,245.00           | \$186.54                 | Filed 2.28.05<br>Dkt No. 7917  | \$5,796.00                     | \$1,449.00              | \$5,982.54  |
| 3 <sup>rd</sup> Quarterly Fee Application<br>10.1.04-12.31.04<br>Filed 2.15.05<br>Dkt. No. 7783 | \$20,646.00          | \$1,018.20               | Filed 6.14.05<br>Dkt No. 8613  | N/A                            | \$4,1.20                | \$4,1.20    |

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|---|----------------------|--------------------------|--------------------------------|--------------------------------|-------------------------|-------------|
| 8 <sup>th</sup> Monthly Application<br>1.1.05-1.31.05<br>Filed 2.28.05<br>Dkt No. 7918  | \$9,247.00           | \$2,039.47               | Filed 3.05<br>Dkt No. 8135     | \$7,397.60                     | \$1,850.00              | \$9,437.07  |
| 9 <sup>th</sup> Monthly Application<br>2.2.05-2.28.058<br>Filed 4.8.05<br>Dkt No. 8191  | \$3,373.00           | \$164.44                 | Filed 4.26.05<br>Dkt No. 8284  | \$2,862.84                     | \$674.60                | \$2,862.84  |
| 10 <sup>th</sup> Monthly Application<br>3.1.05-3.31.05<br>Filed 4.26.05<br>Dkt No. 8285 | \$4,127.50           | \$461.38                 | Filed 6.6.05<br>Dkt No. 8553   | \$3,763.38                     | 825.00                  | \$3,763.38  |
| 4 <sup>th</sup> Quarterly Application<br>1.1.05-3.31.05<br>Filed 4.05<br>Dkt No. 8303   | \$16,747.50          | \$2,665.                 | Filed 9.14.05<br>Dkt No. 9418  | N/A                            | \$3349.49               | \$3349.49   |
| 11 <sup>th</sup> Monthly Application<br>4.1.05-4.30.05<br>Filed 6.6.05<br>Dkt No. 8554  | \$4,910.00           | \$195.51                 | Filed 7.26.05<br>Dkt No. 9094  | \$3,928.00                     | \$982.00                | \$4,123.51  |
| 12 <sup>th</sup> Monthly Application<br>5.1.05-5.31.05<br>Filed 6.27.05<br>Dkt No. 8686 | \$3,596.00           | \$309.93                 | Filed 7.20.05<br>Dkt No. 90    | \$2,876.80                     | \$719.20                | \$3,186.73  |
| 13 <sup>th</sup> Monthly Application<br>6.1.05-6.30.05<br>Filed 7.26.05<br>Dkt No. 9095 | \$5,395.00           | 1,093.35                 | Filed 8.31.05<br>Dkt No. 9288  | \$4,316.00                     | \$1,079.00              | 5,409.35    |
| 5 <sup>th</sup> Quarterly Application<br>Filed 7.27.05<br>Dkt No. 9096                  | \$13,901.00          | \$1,598.79               | Filed 12.5.05<br>Dkt No. 11250 | N/A                            | \$2,780.20              | \$2,780.20  |
| 14 <sup>th</sup> Monthly Application<br>Filed 1.3.06<br>Dkt No. 11474                   | \$13,174.50          | \$212.31                 | Filed 1.30.06<br>Dkt No. 11643 | \$10,539.60                    | \$2,634.90              | \$10,751.91 |
| 15 <sup>th</sup> Monthly Application<br>Filed 1.3.06<br>Dkt No. 11475                   | \$6,226.00           | \$113.00                 | Filed 1.30.06<br>Dkt No. 11644 | \$4,980.80                     | \$1,245.20              | \$5,093.80  |
| 16 <sup>th</sup> Monthly Application<br>Filed 1.3.06<br>Dkt No. 11476                   | \$6,258.00           | \$95.26                  | Filed 1.30.06<br>Dkt No. 11645 | \$5,006.4                      | \$1,251.60              | \$5,101.66  |
| 6 <sup>th</sup> Quarterly Application<br>Filed 1.3.06<br>Dkt No. 11477                  | \$25,658.50          | \$420.57                 | Filed 3.21.06<br>Dkt No. 12097 | N/A                            | \$5,131.70              | \$5,131.70  |
| 17 <sup>th</sup> Monthly Application<br>Filed 1.3.06<br>Dkt No. 11478                   | \$10,201.00          | \$9.11                   | Filed 1.30.06<br>Dkt No. 11646 | \$8,160.80                     | \$2,040.20              | \$8,169.91  |

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|---|----------------------|--------------------------|---------------------------------|--------------------------------|-------------------------|-------------|
| 18 <sup>th</sup> Monthly Application Filed 1.3.06<br>Dkt No. 11479    | \$5,406.50           | \$10.88                  | Filed 1.30.06<br>Dkt No. 11647  | \$4,325.20                     | \$1,302.90              | \$4,336.08  |
| 19 <sup>th</sup> Monthly Application Filed 2.6.06<br>Dkt No. 11722    | \$7,533.00           | \$133.39                 | Filed 3.1.06<br>Dkt No. 11918   | \$6,026.40                     | \$1,506.60              | \$6,159.79  |
| 7 <sup>th</sup> Quarterly Application Filed 2.10.06<br>Dkt No. 11746  | \$23,140.50          | \$153.38                 | Filed 3.21.06<br>Dkt No. 12098  | N/A                            | \$4,849.70              | \$4,849.70  |
| 20 <sup>th</sup> Monthly Application Filed 2.27.06<br>Dkt No. 11910   | \$8,479.50           | \$371.71                 | Filed 4.28.06<br>Dkt No. 12332  | \$6,783.60                     | \$1,695.90              | \$7,155.31  |
| 21 <sup>st</sup> Monthly Application Filed 3.23.06<br>Dkt No. 12109   | \$6,008.50           | \$469.08                 | Filed 4.28.06<br>Dkt No. 12333  | \$4,806.80                     | \$1,201.70              | \$5,275.88  |
| 22 <sup>nd</sup> Monthly Application Filed 4/28/06<br>Dkt No. 12334   | \$5,694.00           | \$580.22                 | Filed 12555<br>Dkt No. 5/31/06  | \$4,555.20                     | \$1,138.80              | \$5,135.42  |
| 8 <sup>th</sup> Quarterly Application Filed 5/31/06<br>Dkt No. 12556  | \$20,182.00          | \$1,421.01               | Filed 9/11/06<br>Dkt No. 13188  | N/A                            | \$4,036.40              | 4,036.40    |
| 23 <sup>rd</sup> Monthly Application Filed 8.23.26<br>Dkt No. 13042   | \$5,289.50           | \$1,080.15               | Filed 9/20/06<br>Dkt No. 13270  | \$4,231.60                     | \$1,057.90              | \$5,311.75  |
| 24 <sup>th</sup> Monthly Application Filed 8.23.06<br>Dkt No. 13043   | \$4,235.00           | \$2,740.09               | Filed 9/20/06<br>Dkt No. 13271  | \$3,338.00                     | \$847.00                | \$6,128.09  |
| 25 <sup>th</sup> Monthly Application Filed 8.23.06<br>Dkt No. 13044   | \$3,753.50           | \$564.12                 | Filed 9/20/06<br>Dkt No. 13272  | \$3,002.80                     | \$750.70                | \$3,566.92  |
| 9 <sup>th</sup> Quarterly Application Filed 8..06<br>Dkt No. 13078    | \$13,278.00          | \$4,384.36               | Filed 12.7.06<br>Dkt No. 13941  | N/A                            | \$2,655.60              | \$2,655.60  |
| 26 <sup>th</sup> Monthly Application Filed 8//06<br>Dkt No. 13079     | \$7,094.50           | \$62.04                  | Filed 9.20.06<br>Dkt No. 13273  | \$5,675.60                     | \$1,418.90              | \$5,737.64  |
| 27 <sup>th</sup> Monthly Application Filed 10.2.06<br>Dkt No. 13333   | \$11,850.50          | \$270.91                 | Filed 10.30.06<br>Dkt No. 13517 | \$9,480.40                     | \$2,370.10              | \$9,751.31  |
| 28 <sup>th</sup> Monthly Application Filed 10.30.06<br>Dkt No. 13518  | \$11,649.00          | \$1,264.75               | Filed 11.27.06<br>Dkt No. 13786 | \$9,319.20                     | \$2,3.80                | \$10,583.95 |
| 10 <sup>th</sup> Quarterly Application Filed 11.9.06<br>Dkt No. 13611 | \$30,594.00          | \$1,597.70               | Filed 12.7.06<br>Dkt No. 13942  | N/A                            | \$6,118.80              | \$6,118.80  |

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|--|----------------------|--------------------------|---------------------------------|--------------------------------|-------------------------|-------------|
| 1 <sup>th</sup> Monthly Application Filed 11.27.06 Dkt No. 13787   | \$7,261.00           | \$358.99                 | Filed 12.20.06<br>Dkt No. 14081 | \$5,808.80                     | \$1,452.20              | \$6,167.79  |
| 30 <sup>th</sup> Monthly Application Filed 12.20.006 Dkt No. 14082 | \$8,944.50           | \$97.57                  | Filed 1.30.07<br>Dkt No. 14424  | \$7,155.60                     | \$1788.90               | \$7,253.17  |
| 31 <sup>st</sup> Monthly Application Filed 2.5.07 Dkt No. 14485    | \$17,130.50          | \$857.47                 | Filed 3.5.07<br>Dkt No. 14747   | \$13,704.40                    | \$3,426.10              | \$14,561.87 |
| 11 <sup>th</sup> Quarterly Application Filed 2.7.07 Dkt No. 14511  | \$33,336.00          | \$1,314.03               | Filed 16017<br>Dkt. No. 6.12.07 | N/A                            | \$6,667.20              | \$6,667.20  |
| 32 <sup>nd</sup> Monthly Application Filed 3.14.07 Dkt No. 14859   | \$14,348.50          | \$56.44                  | Filed 4.19.07<br>Dkt. No. 15244 | \$11,478.80                    | \$2,869.70              | \$11,535.24 |
| 33 <sup>rd</sup> Monthly Application Filed 4.19.07 Dkt No. 15247   | \$8,698.00           | \$216.20                 | Filed 5.10.07<br>Dkt. No. 15632 | \$6,958.40                     | \$1,739.60              | \$7,174.60  |
| 34 <sup>th</sup> Monthly Application Filed 4.27.07 Dkt No. 15415   | \$14,039.00          | \$755.74                 | Filed 5.30.07<br>Dkt No. 15897  | \$11,231.20                    | \$2,807.80              | \$11,986.94 |
| 12 <sup>th</sup> Quarterly Application Filed 5/10/07 Dkt No. 15631 | \$37,085.50          | \$1,028.38               | Filed 9/11/07<br>Dkt No. 16697  | N/A                            | \$7,417.10              | \$7,417.10  |
| 35 <sup>th</sup> Monthly Application Filed 5.30.07 Dkt No. 15898   | \$21,025.50          | \$747.92                 | Filed 6/25/07<br>Dkt No. 16151  | \$16,820.40                    | \$4,205.10              | \$17,568.32 |
| 36 <sup>th</sup> Monthly Application Filed 5.30.07 Dkt No. 16152   | \$16,554.00          | \$1,137.01               | Filed 9/11/07<br>Dkt No. 16798  | \$13,243.20                    | \$3,310.80              | \$14,380.21 |
| 37 <sup>th</sup> Monthly Application Filed 11.7.07 Dkt No. 17313   | \$17,017.00          | \$742.33                 | Filed 12.3.07<br>Dkt No. 17507  | \$13,613.60                    | \$3,403.40              | \$14,355.93 |
| 13 <sup>th</sup> Quarterly Application Filed 11.8.07 Dkt No. 17315 | \$54,596.50          | \$2,627.26               | Filed 12.3.07<br>Dkt No. 17508  | N/A                            | \$10,919.30             | \$10,919.30 |
| 38 <sup>th</sup> Monthly Application Filed 11.9.07 Dkt No. 17318   | \$17,802.00          | \$99.66                  | Filed 12.3.07<br>Dkt No. 17509  | \$14,241.60                    | \$3,560.40              | \$14,341.26 |
| 39 <sup>th</sup> Monthly Application Filed 12.3.07 Dkt No. 17510   | \$9,061.00           | \$905.60                 | Filed 12.27.07<br>Dkt No. 17711 | \$7,248.80                     | \$1,812.20              | \$8,154.40  |

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|--|----------------------|--------------------------|---------------------------------|--------------------------------|-------------------------|-------------|
| 40 <sup>th</sup> Monthly Application<br>Filed 12.3.07<br>Dkt No. 17511   | \$13,241.50          | \$1,202.40               | Filed 12.6.07<br>Dkt No. 17706  | \$10,593.20                    | \$2,648.30              | \$11,795.60 |
| 14 <sup>th</sup> Quarterly Application<br>Filed 12.3.07<br>Dkt No. 17512 | \$40,104.50          | 2,207.66                 | Filed 3.3.08<br>Dkt No. 18184   | N/A                            | \$8020.90               | \$8,020.90  |
| 41 <sup>st</sup> Monthly Application<br>Filed 12.3.07<br>Dkt No. 17513   | \$9,331.50           | \$67.00                  | Filed 12.26.07<br>Dkt No. 17707 | \$7,465.20                     | \$1,866.30              | \$7,532.20  |
| 42 <sup>nd</sup> Monthly Application<br>Filed 12.17.07<br>Dkt No. 17646  | \$9,544.00           | \$1,019.68               | Filed 1.23.08<br>Dkt No. 17871  | \$7,635.20                     | \$1908.80               | \$8,654.88  |
| 43 <sup>rd</sup> Monthly Application<br>Filed 1..08<br>Dkt No. 19724     | \$21,040.00          | \$1,169.65               | Filed 3.3.08<br>Dkt No. 18183   | \$16,832.00                    | \$4,208.00              | \$18,001.65 |
| 15 <sup>th</sup> Quarterly Application<br>Filed 2.11.08<br>Dkt No. 18019 | \$39,915.50          | \$2,256.33               | Filed 6.9.08<br>Dkt No. 18886   | N/A                            | \$7,983.10              | \$7,983.10  |
| 44 <sup>th</sup> Monthly Application<br>Filed 3.14.08<br>Dkt No. 182     | \$925.00             | \$236.90                 | Filed 4.24.08<br>Dkt No. 18606  | \$23,940.00                    | \$5,985.00              | \$24,176.90 |
| 45 <sup>th</sup> Monthly Application<br>Filed 3.27.08<br>Dkt No. 18393   | \$8,083.00           | \$219.58                 | Filed 4.24.08<br>Dkt No. 18607  | \$6,466.40                     | \$1,616.60              | \$6,685.98  |
| 46 <sup>th</sup> Monthly Application<br>Filed 4.25.08<br>Dkt No. 18609   | \$22,230.00          | \$1,839.62               | Filed 5.19.08<br>Dkt No. 18737  | \$17,784.00                    | \$4,446.00              | \$19,623.62 |
| 16 <sup>th</sup> Quarterly Application<br>Filed 5.19.08<br>Dkt No. 18738 | \$60,238.00          | \$2,6.10                 | Filed 6.9.08<br>Dkt No. 18886   | N/A                            | \$12,047.60             | \$12,047.60 |
| 47 <sup>th</sup> Monthly Application<br>Filed 6.10.08<br>Dkt No. 18904   | \$15,968.00          | \$1,087.27               | Filed 7.1.08<br>Dkt No. 19027   | \$12,774.40                    | \$3,193.60              | \$13,861.67 |
| 48 <sup>th</sup> Monthly Application<br>Filed 7.1.08<br>Dkt No. 19028    | \$7,235.00           | \$118.33                 | Filed 7.28.08<br>Dkt No. 19167  | \$5,788.00                     | \$1,447.00              | \$5,906.33  |
| 49 <sup>th</sup> Monthly Application<br>Filed 7.31.08<br>Dkt No. 19207   | \$10,658.00          | \$1,093.15               | Filed 8.27.08<br>Dkt No. 19384  | \$8,526.40                     | \$2,131.60              | \$9,619.55  |
| 17 <sup>th</sup> Quarterly Application<br>Filed 8.5.08<br>Dkt No. 19235  | \$33,861.00          | \$4,594.85               | Filed 12.10.08<br>Dkt No. 20238 | N/A                            | \$6,772.20              | \$6,772.20  |

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| 50 <sup>th</sup> Monthly Application<br>Filed 8.27.08<br>Dkt No. 19385    | \$9,720.00           | \$826.54                 | Filed 9.19.08<br>Dkt No. 19573  | \$7,776.00                     | \$1,944.00              | \$8,602.54  |
| 51 <sup>st</sup> Monthly Application<br>Filed 11.17.08<br>Dkt No. 20048   | \$6,864.00           | \$1,017.41               | Filed 12.10.08<br>Dkt No. 20239 | \$5,491.20                     | \$1,372.8               | \$6,508.61  |
| 52 <sup>nd</sup> Monthly Application<br>Filed 11.17.08<br>Dkt No. 20049   | \$10,739.00          | \$822.12                 | Filed 1.7.09<br>Dkt No. 20500   | \$8,591.20                     | \$2,147.80              | \$9413.32   |
| 18 <sup>th</sup> Quarterly Application<br>Filed 11.26.08<br>Dkt No. 20148 | \$27,323.00          | \$2,666.07               | Filed 3.20.09<br>Dkt No. 21056  | N/A                            | \$5,464.60              | \$5,464.60  |
| 53 <sup>rd</sup> Monthly Application<br>Filed 12.1.08<br>Dkt. No. 20161   | \$15,150.00          | \$81.25                  | Filed 1.5.08<br>Dkt No. 20415   | \$12,120.00                    | \$3,030.00              | \$12,201.25 |
| 54 <sup>th</sup> Monthly Application<br>Filed 1.12.09<br>Dkt No. 20501    | \$9,633.00           | \$98.53                  | Filed 2.25.09<br>Dkt No. 20837  | \$7,706.40                     | \$1,926.60              | \$7,804.93  |
| 55 <sup>th</sup> Monthly Application<br>Filed 2.25.09<br>Dkt No. 20838    | \$9,620.00           | \$1,4.03                 | Filed 3.20.09<br>Dkt No. 21057  | \$7,696.00                     | \$1,924.00              | \$9,125.02  |
| 19 <sup>th</sup> Quarterly Application<br>Filed 20884<br>Dkt No. 3.3.09   | \$34,403.00          | \$1,608.81               | Filed 6.15.09<br>Dkt No. 22090  | N/A                            | \$6,880.60              | \$6,880.60  |
| 56 <sup>th</sup> Monthly Application<br>Filed 2.25.09<br>Dkt No. 20839    | \$17,324.00          | \$1,776.56               | Filed 21058<br>Dkt No. 3.20.09  | \$13,859.20                    | \$3,464.80              | \$15,635.76 |
| 57 <sup>th</sup> Monthly Application<br>Filed 5.13.09<br>Dkt No. 21653    | \$17,780.50          | \$246.50                 | Filed 6.4.09<br>Dkt No. 21988   | \$14,224.40                    | \$3,556.10              | \$14,470.90 |
| 58 <sup>th</sup> Monthly Application<br>Filed 5.13.09<br>Dkt No. 21654    | \$21,595.00          | \$741.49                 | Filed 6.4.09<br>Dkt No. 21999   | \$17,276.00                    | \$4,319.00              | \$18,017.49 |
| 20 <sup>th</sup> Quarterly Application<br>Filed 5.19.09<br>Dkt No. 21743  | \$56,699.50          | \$2,764.55               | Filed<br>Dkt No.                | N/A                            | \$11,339.90             | \$11,339.90 |
| 59 <sup>th</sup> Monthly Application<br>Filed 6.2.09<br>Dkt No. 21947     | \$15,070.00          | \$416.97                 | Filed 6.24.09<br>Dkt No. 22232  | \$12,056.00                    | \$3,014.00              | \$12,472.97 |
| 60 <sup>th</sup> Monthly Application<br>Filed 6.24.009<br>Dkt. No. 22233  | \$27,350.00          | \$2.47                   | Filed 8.5.09<br>Dkt No. 22704   | \$21,880.00                    | \$5,170.00              | \$22,109.47 |

| Fee Application Filing Date, Docket No.                                      | Total Fees Requested | Total Expenses Requested | CNO Filing Date, Docket No.        | 80% of Fees Paid or To be Paid | Amount of Holdback Fees | Amount Paid |
|--|----------------------|--------------------------|------------------------------------|--------------------------------|-------------------------|-------------|
| 61 <sup>st</sup> Monthly Application<br>Filed 1/11/2010<br>Dkt. No. 24137    | \$15,040.00          | \$1,771.89               | Filed 2.23.2010<br>Dkt. No. 24139  | \$12,032.00                    | \$3008.00               | \$13,803.89 |
| 21 <sup>st</sup> Quarterly Application<br>Filed 1.12.2010<br>Dkt. No. 24142  | \$42,390.00          | \$2,418.33               | Filed 3.10.2010<br>Dkt. No. 24431  | N/A                            | \$11,192.00             | \$11,192.00 |
| 62 <sup>nd</sup> Monthly Application<br>Filed 10.4.2011<br>Dkt. No. 27718    | \$22,770.00          | \$819.58                 | Filed 11.1.2011<br>Dkt. No. 27856  | \$18,216.00                    | \$4,554.00              | \$19,035.58 |
| 63 <sup>rd</sup> Monthly Application<br>Filed 10.4.2011<br>Dkt. No. 27719    | \$37,381.50          | \$485.98                 | Filed 11.1.2011<br>Dkt. No. 27857  | \$,905.20                      | \$7,476.30              | \$30,391.18 |
| 64 <sup>th</sup> Monthly Application<br>Filed 10.4.2011<br>Dkt. No. 27720    | \$43,410.00          | \$67.00                  | Filed 11.1.2011<br>Dkt. No. 27858  | \$34,728.00                    | \$8,682.00              | \$34,795.00 |
| 22 <sup>nd</sup> Quarterly Application<br>Filed 10.6.2010<br>Dkt. No. 27725  | \$103,561.50         | \$1,372.56               | Filed 12.6.2011<br>Dkt. No. 28092  | N/A                            | \$20,712.30             | \$20,712.30 |
| 65 <sup>th</sup> Monthly Application<br>Filed 10.17.2011<br>Dkt. No. 27763   | \$14,194.00          | \$1,554.06               | Filed 11.9.2011<br>Dkt. No. 27797  | \$11,355.20                    | \$2,838.80              | \$12,909.26 |
| 66 <sup>th</sup> Monthly Application<br>Filed 10.17.2011<br>Dkt. No. 27764   | \$9,917.50           | \$1,165.00               | Filed 11.9.2011<br>Dkt. No. 27798  | \$7,934.00                     | \$1,983.50              | \$9,099.00  |
| 67 <sup>th</sup> Monthly Application<br>Filed 10.17.2011<br>Dkt. No. 27765   | \$1,447.50           | \$116.00                 | Filed 11.9.2011<br>Dkt. No. 27799  | \$1,158.00                     | \$289.50                | \$1,274.00  |
| 23 <sup>rd</sup> Quarterly Application<br>Filed 10.18.2011<br>Dkt. No. 27768 | \$25,555.00          | \$2,835.06               | Filed 12.6.2011<br>Dkt. No. 28093  | N/A                            | \$5,111.80              | \$5,111.80  |
| 68 <sup>th</sup> Monthly Application<br>Filed 10.21.2011<br>Dkt. No. 27798   | \$17,625.00          | \$1,740.23               | Filed 11.16.2011<br>Dkt. No. 27977 | \$14,100.00                    | \$3,525.00              | \$15,843.23 |
| 69 <sup>th</sup> Monthly Application<br>Filed 10.21.2011<br>Dkt. No. 27799   | \$3,870.00           | \$7.98                   | Filed 11.16.2011<br>Dkt. No. 27978 | \$3,096.00                     | \$774.00                | \$3,103.98  |
| 70 <sup>th</sup> Monthly Application<br>Filed 10.21.2011<br>Dkt. No. 27800   | \$5,685.00           | \$148.00                 | Filed 11.16.2011<br>Dkt. No. 27980 | \$4,568.00                     | \$1,137.00              | \$4,696.00  |
| 24 <sup>th</sup> Quarterly Application<br>Filed 10.21.2011<br>Dkt. No. 27801 | \$27,180.00          | \$1,896.21               | Filed 12.6.2011<br>Dkt. No. 28094  | N/A                            | \$5,436.00              | \$5,436.00  |

| Fee Application Filing Date, Docket No.                                | Total Fees Requested | Total Expenses Requested | CNO Filing Date, Docket No.     | 80% of Fees Paid or To be Paid | Amount of Holdback Fees | Amount Paid |
|--|----------------------|--------------------------|---------------------------------|--------------------------------|-------------------------|-------------|
| 71 <sup>st</sup> Monthly Application Filed 10/24/2011 Dkt. No. 27814   | \$3,900.00           | \$249.04                 | Filed 11.16.2011 Dkt. No. 27981 | \$3,120.00                     | \$780.00                | \$3,369.04  |
| 72 <sup>nd</sup> Monthly Application Filed 10.24.2011 Dkt. No. 27815   | \$2,130.00           | \$0.57                   | Filed 11.16.2011 Dkt. No. 27982 | \$1,704.00                     | \$426.00                | \$1,704.57  |
| 73 <sup>rd</sup> Monthly Application Filed 10.24.2011 Dkt. No. 27816   | \$2,340.00           | \$0.00                   | Filed 11.16.2011 Dkt. No. 27983 | \$1,872.00                     | \$468.00                | \$1,872.00  |
| 25 <sup>th</sup> Quarterly Application Filed 10.24.2011 Dkt. No. 27821 | \$8,370.00           | \$249.61                 | Filed 12.6.2011 Dkt. No. 28095  | N/A                            | \$1,674.00              | \$1,674.00  |
| 74 <sup>th</sup> Monthly Application Filed 11.1.2011 Dkt. No. 27859    | \$11,010.00          | \$5.20                   | Filed 11.28.2011 Dkt. No. 28028 | \$8,808.00                     | \$2,202.00              | \$8,813.20  |
| 75 <sup>TH</sup> Monthly Application Filed 11.1.2011 Dkt. No. 27860    | \$1,635.00           | \$4.80                   | Filed 11.28.2011 Dkt. No. 280   | \$1,308.00                     | \$327.00                | \$1,312.80  |
| 76 <sup>th</sup> Monthly Application Filed 11.1.2011 Dkt. No. 27861    | \$1,335.00           | \$74.30                  | Filed 11.28.2011 Dkt. No. 28030 | \$1,068.00                     | \$267.00                | \$1,142.30  |
| 26 <sup>th</sup> Quarterly Application Filed 11.2.2011 Dkt. No. 27872  | \$13,980.00          | \$84.30                  | Filed 12.6.2011 Dkt. No. 28096  | N/A                            | \$2,796.00              | \$2,796.00  |
| 77 <sup>th</sup> Monthly Application Filed 11.3.2011 Dkt. No. 27874    | \$1,470.00           | \$54.70                  | Filed 11.28.2011 Dkt. No. 28031 | \$1,176.00                     | \$4.00                  | \$1,230.70  |
| 78 <sup>th</sup> Monthly Application Filed 11.3.2011 Dkt. No. 27875    | \$975.00             | \$4.50                   | Filed 11.28.2011 Dkt. No. 28032 | \$780.00                       | \$195.00                | \$784.50    |
| 79 <sup>th</sup> Monthly Application Filed 11.3.2011 Dkt. No. 27876    | \$3,210.00           | \$0.00                   | Filed 11.28.2011 Dkt. No. 28033 | \$2,568.00                     | \$642.00                | \$2,568.00  |
| 27 <sup>th</sup> Quarterly Application Filed 11.3.2011 Dkt. No. 27877  | \$5,655.00           | \$143.50                 | Filed 12.6.2011 Dkt. No. 28097  | N/A                            | \$1,131.00              | \$1,131.00  |
| 80 <sup>th</sup> Monthly Application Filed 11.9.2011 Dkt. No. 27903    | \$7,058.50           | \$104.16                 | Filed 12.2.2011 Dkt. No. 28064  | \$5,646.80                     | \$1,411.70              | \$5,750.96  |
| 81 <sup>ST</sup> Monthly Application Filed 11.9.2011 Dkt. No. 27904    | \$10,908.00          | \$28.00                  | Filed 12.2.2011 Dkt. No. 28064  | \$8,726.40                     | \$2,181.60              | \$8,754.40  |

| Fee Application Filing Date, Docket No.                                  | Total Fees Requested | Total Expenses Requested | CNO Filing Date, Docket No.        | 80% of Fees Paid or To be Paid | Amount of Holdback Fees | Amount Paid |
|--|----------------------|--------------------------|------------------------------------|--------------------------------|-------------------------|-------------|
| 82 <sup>nd</sup> Monthly Application Filed 11.9.2011 Dkt. No. 27905      | \$8,882.00           | \$89.99                  | Filed 12.2.2011<br>Dkt. No. 28066  | \$7,105.60                     | \$1,776.40              | \$7,195.59  |
| 28 <sup>th</sup> Quarterly Application Filed 11.9.2011 Dkt. No. 27906    | \$26,848.50          | \$222.15                 | Filed 12.6.2011<br>Dkt. No. 28098  | N/A                            | \$5,369.70              | \$5,369.00  |
| 83 <sup>rd</sup> Monthly Application Filed 11.10.2011 Dkt. No. 27914     | \$9,572.00           | \$64.71                  | Filed 12.2.2011<br>Dkt. No. 28081  | \$7,657.60                     | \$1,914.40              | \$7,722.31  |
| 84 <sup>th</sup> Monthly Application Filed 11.10.2011 Dkt. No. 27915     | \$12,943.50          | \$135.50                 | Filed 12.5.2011<br>Dkt. No. 28082  | \$10,354.80                    | \$2,588.70              | \$10,490.30 |
| 85 <sup>th</sup> Monthly Application Filed 11.10.2011 Dkt. No. 27916     | \$9,821.50           | \$7.00                   | Filed 12.2.2011<br>Dkt. No. 28083  | \$7,857.20                     | \$1,964.30              | \$7,864.20  |
| 8 <sup>th</sup> Quarterly Application Filed 11.10.2011 Dkt. No. 27917    | \$32,337.00          | \$207.21                 | Filed 12.6.2011<br>Dkt. No. 28099  | N/A                            | \$6,467.40              | \$5,992.40  |
| 86 <sup>th</sup> Monthly Application Filed 11.11.2011 Dkt. No. 27919     | \$2,376.50           | \$0.90                   | Filed 12.2.2011<br>Dkt. No. 28084  | \$1,901.20                     | \$475.30                | \$1,902.10  |
| 87 <sup>th</sup> Monthly Application Filed 11.11.2011 Dkt. No. 27920     | \$3,710.00           | \$211.86                 | Filed 12.2.2011<br>Dkt. No. 28085  | \$2,968.00                     | \$742.00                | \$3,179.86  |
| 88 <sup>th</sup> Monthly Application Filed 11.11.2011 Dkt. No. 27921     | \$1,7.50             | \$0.00                   | Filed 12.2.2011<br>Dkt. No. 28086  | \$1,038.00                     | \$259.50                | \$1,038.00  |
| 30 <sup>th</sup> Quarterly Application Filed 11.11.2011 Docket No. 27922 | \$7,384.00           | \$212.76                 | Filed 12.6.2011<br>Dkt. No. 28100  | N/A                            | \$1,476.80              | \$1,476.80  |
| 89 <sup>th</sup> Monthly Application Filed 11.23.2011 Docket No. 28024   | \$8,280.50           | \$637.41                 | Filed 12.14.2011<br>Dkt. No. 28149 | \$6,624.40                     | \$1,656.10              | \$7,261.81  |
| 90 <sup>th</sup> Monthly Application Filed 12/23/2011 Docket No. 28272   | \$8,342.00           | \$3,833.53               | Filed 1/25/2012<br>Dkt. No. 28410  | \$6,673.60                     | \$1,668.40              | \$10,507.13 |
| 91 <sup>ST</sup> Monthly Application Filed 1.25.2012 Docket No. 28411    | \$4,571.50           | \$3,144.40               | Filed 2.22.2012<br>Dkt. No. 28559  | \$3,657.20                     | \$914.30                | \$6,801.60  |
| 31 <sup>st</sup> Quarterly Application Filed 2.3.2012 Docket No. 28466   | \$21,194.00          | \$7,615.34               | Filed 3.19.2012<br>Dkt. No. 28680  | N/A                            | \$4,238.80              | \$4,238.80  |

| Fee Application Filing Date, Docket No.                                 | Total Fees Requested | Total Expenses Requested | CNO Filing Date, Docket No.        | 80% of Fees Paid or To be Paid | Amount of Holdback Fees | Amount Paid |
|---|----------------------|--------------------------|------------------------------------|--------------------------------|-------------------------|-------------|
| 92 <sup>nd</sup> Monthly Application Filed 2.24.2012 Docket No. 28572   | \$2,812.50           | \$5.42                   | Filed 3.19.2012<br>Dkt. No. 28681  | \$2,250.00                     | \$562.50                | \$2,255.42  |
| 93 <sup>RD</sup> Monthly Application Filed 3.26.2012 Docket No. 28716   | \$6,983.50           | \$6.50                   | Filed 4.18.2012<br>Dkt. No. 28791  | \$5,586.80                     | \$1,396.70              | \$5,593.30  |
| 94 <sup>th</sup> Monthly Application Filed 4.24.2012 Docket No. 28823   | \$5,426.00           | \$23.55                  | Filed 5.22/2012<br>Dkt. No. 28951  | \$4,340.80                     | \$1,085.20              | \$4,364.35  |
| 32 <sup>nd</sup> Quarterly Application Filed 4.27.2012 Docket No. 28840 | \$15,222.00          | \$3,156.32               | Filed 9/19/2012<br>Dkt. No. 29609  | N/A                            | \$3,044.40              | \$3,044.40  |
| 95 <sup>th</sup> Monthly Application Filed 5.24.2012 Docket No. 28967   | \$2,635.00           | \$87.02                  | Filed 6.18.2012<br>Dkt. No. 29070  | \$2,108.00                     | \$527.00                | \$2,195.02  |
| 96 <sup>th</sup> Monthly Application Filed 6.25.2012 Docket No. 29105   | \$4,105.50           | \$978.11                 | Filed 7.18.2012<br>Dkt. No. 29295  | \$3,284.40                     | \$821.10                | \$4,262.51  |
| 97 <sup>th</sup> Monthly Application Filed 7.25.2012 Docket No. 29324   | \$4,067.50           | \$826.17                 | Filed 8.22.2012<br>Dkt. No. 29489  | \$3,254.00                     | \$813.50                | \$4,080.17  |
| 33 <sup>rd</sup> Quarterly Application Filed 8.3.2012 Docket No. 29405  | \$10,808.00          | \$1,891.30               | Filed<br>Dkt. No.                  | N/A                            | \$2,161.60              |             |
| 98 <sup>th</sup> Monthly Application Filed 8.24.2012 Docket No. 29505   | \$5,673.50           | \$76.80                  | Filed 9.19.2012<br>Dkt. No. 29636  | \$4,538.80                     | \$1,134.70              | \$4,615.60  |
| 99 <sup>th</sup> Monthly Application Filed 9.25.2012 Docket No. 29665   | \$2,746.00           | \$884.97                 | Filed 10.18.2012<br>Dkt. No. 29781 | \$2,196.80                     | \$549.20                |             |

**CURRENT COMPENSATION SUMMARY****SEPTEMBER 1, 2012 THROUGH SEPTEMBER 30, 2012**

| Name of Professional Person | Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise | Hourly Billing Rate (including changes) | Total Billed Hours | Total Compensation |
|-----------------------------|--|---|--------------------|--------------------|
| John C. Phillips, Jr.       | Director/22 years/1974/litigation/bankruptcy   | \$485                                   | 1.20               | \$582.00           |
| Celeste A. Hartman          | Sr. Paralegal/16 years/20 years prior experience   | \$165                                   | 8.50               | \$1,402.50         |
| Tanya L. Birdsell           | Legal Assistant/N.A.   | \$160                                   | 0.30               | \$48.00            |
| Grand Total                 |  |   | 10.00              | \$2,032.50         |
| Blended Rate:               |  |   |                    | \$203.25           |

**COMPENSATION BY PROJECT CATEGORY**

| Project Category              | Total Hours | Total Fees |
|-------------------------------|-------------|------------|
| Fee/Employment Applications   | 9.20        | \$1,740.50 |
| Case Administration           | 0.30        | \$49.50    |
| Plan and Disclosure Statement | 0.50        | \$242.50   |
| Total                         | 10.00       | \$2,032.50 |

**EXPENSE SUMMARY**

| Expense Category                     | Service Provider | Total Expenses |
|--------------------------------------|------------------|----------------|
| In House Reproduction (10¢ per page) | N/A              | \$5.40         |
| Total                                |                  | \$5.40         |

The FCR was appointed effective May 24, 2004. Since his appointment, the FCR and his professionals have focused on events occurring in these cases over the previous eleven years, on

protecting the rights of the future claimants with respect to actions taken by the Debtors, the Committees and other parties in interest, claims estimation and plan of reorganization.

PHILLIPS, GOLDMAN & SPENCE, P.A.

  
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(302) 655-4210  
*Local Counsel to David T. Austern, as PI Future  
Claimants' Representative*

Date: October 25, 2012